



# *Louisiana Housing Corporation*

The following resolution was offered by Board Member Michael T. Anderson and seconded by Board Vice-Chairwoman Jennifer Vidrine:

## **RESOLUTION**

**A resolution of the Board Of Directors of the Louisiana Housing Corporation authorizing and approving an amount not to exceed Twenty Million Dollars (\$20,000,000) of 2015 private activity bond volume cap allocation for the purpose of making a mortgage credit certificate election; approving the form of a program administration agreement, the lender participation agreement and the MCC program guidelines.**

**WHEREAS**, the Louisiana Housing Corporation (the "**Corporation**") was created as a public body corporate and politic and an instrumentality of the State of Louisiana (the "**State**") pursuant to Act 408 of the 2011 Louisiana Legislature (the "**Housing Reorganization Law**") which enacted the Louisiana Housing Corporation Act, contained in Chapter 3-G of Title 40 of the Louisiana Revised Statutes of 1950, as amended (R.S.40:600.1 through R.S.40:600.24) (the "**LHC Act**"); and

**WHEREAS**, the Corporation desires to make a mortgage credit certificate (referred to herein as either the "**Certificate**" or the "**Certificates**") election (the "**Election**") pursuant to Section 25(a)(2)(ii) of the Internal Revenue Code of 1986, as amended (the "**Code**") in connection with financing mortgage loans for residential facilities for low- and middle-income families or facilities intended for use as the sole place of residence by the owners or intended occupants thereof and establishing a "2018" MCC Program; and

**WHEREAS**, a Certificate provides housing assistance in the form of a federal tax credit, the value of which is equal to a portion of the mortgage interest paid up to \$2,000 for any taxable year to a homeowner on certain qualifying loans; and

**WHEREAS**, the holder of a Certificate may apply this tax credit against his or her federal income taxes in each year the Certificate is effective; and

**WHEREAS**, pursuant to filed Internal Revenue Service (the "**IRS**") Forms 8328 by the State of Louisiana (the "**State**"), a carryforward unused private activity bond volume cap was allocated to the Corporation for the calendar year 2015 in the aggregate amount of \$84,999,920 (the "**PAB Cap**"); and

**WHEREAS**, the Corporation has \$84,999,920 of PAB Cap remaining and now desires to use \$20,000,000 of the remaining PAB Cap for the MCC Program; and

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of the Louisiana Housing Corporation, acting as the governing Corporation of the Corporation:

**SECTION 1.** In order to benefit the residents of the State, the Board authorizes and approves the 2018 MCC Program, and the issuance of Certificates to low- and middle-income persons and families originating new mortgage loans for residential housing facilities, all of which residents shall be located within the boundaries of the State. The Board authorizes the Executive Director, Edselle Keith Cunningham, Jr., and the Director of Housing Development, Brenda Evans as the designated officers of the Corporation (the "**Designated Officers**") to establish a 2018 MCC Program to issue Certificates for the purposes set forth in the MCC Program Guidelines. The MCC Program Guidelines are hereby approved, with such changes and modifications recommended by the Corporation's Bond Counsel or Issuer's Counsel as the Designated Officers deem necessary and advisable.

**SECTION 2.** The Board finds and determines that it is necessary to make the Election to exchange \$20,000,000 of its remaining PAB Cap to issue Certificates in connection with its 2018 MCC Program, which will promote a public purpose, including, without limitation, assisting persons or families of low- and middle-income in obtaining decent, safe and sanitary housing.

**SECTION 3.** The Board directs the Designated Officers of the Corporation to make one or more Elections not to issue up to an aggregate of \$20,000,000 of PAB Cap (the "**Nonissued Bond Amount**") that the Corporation has available in order to implement a MCC Program. The Nonissued Bond Amount of \$20,000,000 shall be allocated to the MCC Program to be established by the Designated Officers of the Corporation under this Resolution. To effectuate the foregoing, the Designated Officers of the Corporation are directed to file the notice of the Election(s) with the IRS, as required by the Code and applicable regulations.

**SECTION 4.** For the MCC Program, the Designated Officers of the Corporation may establish one or more credit rates for the mortgage loans described therein, determine the MCC Program expiration date, select the types of mortgage loans for which Certificates may be issued, approve the terms and conditions on which participating lenders make loans that are eligible for Certificate financing, and make other determinations as appropriate, all in accordance with the terms and provisions of Section 25 of the Code and the regulations thereunder and this Resolution. The Designated Officers are hereby directed to further refine the MCC Program and revise the MCC Program Guidelines as necessary to maximize the availability of lower cost financing to low and middle income persons under the MCC Program.

**SECTION 5.** The Board approves the use of the PAB Cap in the amount of \$20,000,000 in connection with the issuance of Certificates.

**SECTION 6.** The Certificates shall not constitute nor give rise to a pecuniary liability of the Corporation or a charge against the Corporation's general credit or taxing powers, nor shall the Certificates ever be deemed to be an obligation or agreement of any trustee, officer, director, agent or employee of the Corporation in such person's individual capacity, and none of such persons shall be subject to any personal liability by reason of the Certificates.

**SECTION 7.** The officers of the Corporation shall take all action in conformity with the Code necessary or reasonably required to effectuate the issuance of the Certificates and shall take all action

necessary or desirable in conformity with the Code to implement the MCC Program and for carrying out, giving effect to and consummating the transactions contemplated by this Resolution, including without limitation, the filing of any statements or reports with the IRS or with the Secretary of the Treasury or his or her delegate necessary for the issuance of the Certificates.

**SECTION 8.** The Board authorizes the Designated Officers to certify to the Louisiana State Bond Commission that the Corporation has implemented the MCC Program.

**SECTION 9.** After any of the Certificates are issued, this Resolution shall be and remain irrevocable insofar as necessary to not conflict with the federal tax regulations concerning the Mortgage Credit Certificate Election.

**SECTION 10.** If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

**SECTION 11.** All bylaws, orders, resolutions, or parts thereof, inconsistent herewith are hereby repealed to the extent only of such inconsistency, and if so repealed, no other bylaw, order, resolution, or part thereof, shall be revived. This repeal provision shall not be construed as reviving any bylaw, order or resolution, or part thereof.

**SECTION 12. Effectiveness.** This Resolution shall take effect immediately.

This resolution having been submitted to a vote, the vote thereon was as follows:

**YEAS:** Lloyd Spillers, Jennifer Vidrine, Michael T. Anderson, Thomas Enright (on behalf of Louisiana State Treasurer Ron J. Henson), Tammy P. Earles, Larry Ferdinand, Elton M. Lagasse, Andreanecia M. Morris, Willie Rack, Donald B. Vallee, Gillis R. Windham.

**NAYS:** None.

**ABSTAIN:** None.

**ABSENT:** None.

And the resolution was declared adopted on this the 8th day of November, 2017.

  
\_\_\_\_\_  
Chairman

  
\_\_\_\_\_  
Secretary

**STATE OF LOUISIANA**

**PARISH OF EAST BATON ROUGE**

I, the undersigned Secretary of the Board of Directors of the Louisiana Housing Corporation (the “**Corporation**”), do hereby certify that the foregoing three (3) pages constitute a true and correct copy of a resolution adopted by said Board of Directors on November 8, 2017: “A resolution of the Board Of Directors of the Louisiana Housing Corporation authorizing and approving an amount not to exceed Twenty Million Dollars (\$20,000,000) of 2015 private activity bond volume cap allocation for the purpose of making a mortgage credit certificate election; approving the form of a program administration agreement, the lender participation agreement and the MCC program guidelines.”

**IN FAITH WHEREOF**, witness my official signature and the impress of the official seal of the Corporation on this, the 8th day of November, 2017.

A handwritten signature in blue ink, appearing to read 'C. Brooks', is written over a horizontal line.

Secretary

(SEAL)